

1
2 UNITED STATES DISTRICT COURT
3 FOR THE SOUTHERN DISTRICT OF NEW YORK

4 FASHION LEAF GARMENT CO.,)
5 LTD, and CTR HOLDINGS INC.,)
6 Plaintiffs,)

7 v.) Case No.
8) 19-cv-03381-ALC-BM

9 RINGER JEANS LLC, RINGER)
10 JEANS APPAREL LLC,)
11 RINGERJEANS LLC, NEW AGE)
12 BRANDING LLC, E-Z APPAREL,)
13 LLC, ESSENTIALS NEW YORK)
14 LLC, ESSENTIALS NEW YORK)
15 APPAREL, LLC, LIMITED)
16 FASHIONS LLC, GABRIEL)
17 ZEITOUNI and CHARLES AZRAK,)

18 Defendants.)

19 ANHUI GARMENTS IMPORT &)
20 EXPORT CO., LTD.,)

21 Intervenor Plaintiff,)

22 v.)

23 NEW AGE BRANDING LLC and)
24 LIMITED FASHIONS, LLC)

25 Intervenor Defendants.)

October 7, 2022
9:00 A.M.

26 REMOTE VIDEO DEPOSITION OF ALEX ZHAO,
27 being located in China, with all participants
28 appearing remotely via video, and taken
29 stenographically by Sandra Noel Bartels, a
30 stenographic reporter and Notary Public of the
31 State of New York.

A P P E A R A N C E S:

HOGAN & CASSELL

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BY: Michael Cassell, Esq.

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BY: Vincent Filardo, Esq.

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1501 Broadway, 22nd Floor

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BY: Kevin Nash, Esq.

ALSO PRESENT:

Jessica Ju, Court Certified Mandarin

Interpreter, Eiber Translations

Corey McMillan, Concierge, Veritext

1 ALEX ZHAO

2 J E S S I C A J U, was duly sworn to
3 interpret the questions from English
4 into Mandarin, and the answers from
5 Mandarin into English.

6 A L E X Z H A O, called as a
7 witness, having been duly sworn by a
8 Notary Public, was examined and
9 testified through the interpreter as
10 follows:

11 DIRECT EXAMINATION

12 BY MR. NASH:

13 Q. I am the attorney for Ringer
14 Jeans. I'll be asking you a series of
15 questions this morning -- actually this
16 evening. If you don't understand the
17 question please tell the interpreter you
18 don't understand the question and I'll
19 repeat it.

20 Did you review any documents?

21 A. The documents are with the
22 lawyer.

23 Q. Did you review the documents that
24 your lawyer has at any time?

25 A. I hand them to my lawyer at the

1 ALEX ZHAO

2 time the incident happened.

3 Q. That was the last time you saw
4 the documents?

5 A. Right. At the beginning of the
6 litigation.

7 Q. Without telling me what you said,
8 did you speak to your lawyer about the
9 deposition?

10 A. I mean, the lawyer he told me I
11 need to appear for it.

12 Q. Did you speak to him about
13 preparing for the deposition, without
14 telling me what you said?

15 A. No.

16 Q. What is your understanding as to
17 the basis of the lawsuit?

18 A. I provided the items to Ringer so
19 they should pay me for it.

20 Q. What is your understanding as to
21 why the items were not paid for?

22 MR. CASSELL: Note my objection.

23 THE INTERPRETER: He asked me to
24 repeat the question.

25 MR. NASH: My question is what is

1 ALEX ZHAO

2 his understanding as to reasons why
3 the items were not paid for?

4 A. They are a problem, yes, why are
5 they not paying.

6 MR. NASH: Does he have an
7 understanding that there was problems
8 with the quality of the goods?

9 A. We don't have problems with the
10 quality of the goods.

11 MR. NASH: Let me show the
12 witness Exhibit 1. Can you put that
13 up on the screen. Can you show the
14 witness Exhibit 1.

15 A. What is this?

16 MR. NASH: Ask him to look at
17 Exhibit 1, please.

18 A. It is very difficult to so see
19 when you are scrolling like that. Can you
20 tell me what this is?

21 MR. NASH: I'm going to ask him
22 to identify the document. It's the
23 complaint but I'm asking him to
24 identify the document.

25 MR. CASSELL: You haven't asked

1 ALEX ZHAO

2 him how well, if it at all, he can
3 read English.

4 BY MR. NASH:

5 Q. That's true. Mr. Zhao, do you
6 recognize the complaint that was filed?

7 A. I don't because my lawyer takes
8 care of this.

9 Q. You've never seen the complaint
10 that was filed in this action?

11 A. I don't remember.

12 Q. You have information relating to
13 the claims? Do you know what the claims
14 are in the action?

15 A. I don't remember.

16 MR. NASH: I understand he was a
17 30(b)(c) witness.

18 MR. CASSELL: He's already
19 testified, you asked him what the
20 claims are. He's already testified
21 there's monies owed.

22 MR. NASH: There's more than
23 that.

24 BY MR. NASH:

25 Q. Is that the only claim in the

1 ALEX ZHAO

2 action?

3 THE INTERPRETER: Are you talking
4 to the witness now?

5 MR. NASH: Yes.

6 THE WITNESS: But there was a
7 statement by another counsel. Should
8 I translate that as well?

9 MR. CASSELL: Yes, translate
10 everything.

11 THE INTERPRETER: Can you repeat
12 it?

13 BY MR. NASH:

14 Q. Is that the only claim in this
15 action, Mr. Zhao?

16 A. The only claim of what?

17 Q. That you brought for payment of
18 goods.

19 A. Right, for the goods that was
20 delivered.

21 Q. What type of goods did you
22 produce?

23 A. What they ordered.

24 Q. Is there a contract to
25 manufacturer and sell these goods to

1 ALEX ZHAO

2 Ringer Jeans?

3 A. Yes, there was a purchase order.

4 Q. One purchase order or more than
5 one purchase order?

6 A. For different styles there are
7 different purchase orders.

8 Q. Did you produce the purchase
9 orders that you received in discovery?

10 MR. CASSELL: Objection. I think
11 you asked did we produce the purchase
12 orders you received in discovery? It
13 didn't make sense.

14 MR. NASH: Well, he says he
15 received purchase orders for goods.

16 MR. CASSELL: He can answer.

17 MR. NASH: So I asked him, the
18 purchase orders that he received, were
19 they produced during discovery?

20 A. What does that mean, discovery?

21 Q. Were you aware that you were
22 required to produce documents in support
23 of your claim during the case?

24 A. I think -- yeah, I did provide to
25 my lawyer.

1 ALEX ZHAO

2 Q. The purchase orders?

3 A. Yes.

4 Q. How many were there? Because we
5 didn't see any production of purchase
6 orders.

7 A. I don't remember how many.

8 Q. Are you still in possession of
9 the purchase orders?

10 A. I'm not sure.

11 Q. The claimant is fashion Leaf
12 Garment, Ltd. Are you familiar with that
13 company?

14 A. Yes, it's mine.

15 Q. How long has Fashion Leaf been in
16 business?

17 A. Since 2010 to today.

18 Q. What is the business of Fashion
19 Leaf?

20 A. Export of clothes.

21 Q. What is your position with
22 Fashion Leaf?

23 A. CEO.

24 Q. What did he say?

25 THE INTERPRETER: CEO.

1 ALEX ZHAO

2 BY MR. NASH:

3 Q. Are you a shareholder of Fashion
4 Leaf?

5 A. Yes.

6 Q. Are you the only shareholder of
7 Fashion Leaf?

8 A. I hold the most.

9 Q. How much, what is your -- how
10 many shares do you have in Fashion Leaf?

11 A. 90 percent.

12 Q. Who has the other 10 percent?

13 A. My wife.

14 Q. Fashion Leaf is organized in
15 China as a company?

16 A. Right.

17 Q. Does Fashion Leaf have a license
18 or authorization from the Chinese
19 government to operate?

20 A. Yes.

21 Q. What type of license does it
22 have?

23 A. Just operating license.

24 Q. How long has that license been in
25 effect?

1 ALEX ZHAO

2 A. Since I started the company.

3 Q. Do you pay money to the Chinese
4 government to operate?

5 A. Taxes, yes.

6 Q. How many employees does Fashion
7 Leaf have?

8 MR. CASSELL: Objection to
9 timeframe.

10 A. Every year is different.

11 Q. How many currently?

12 A. 20.

13 Q. In 2018 and 2019 how many did you
14 have?

15 A. I don't remember.

16 Q. Is Zoey still an employee at
17 Fashion Leaf?

18 A. The person left Fashion Leaf.

19 Q. When did Zoey leave Fashion Leaf?

20 A. 2020.

21 Q. Why did she leave?

22 A. Because they didn't pay and there
23 is a lot of money owed and this person
24 left to find a better position.

25 Q. What was her position at Fashion

1 ALEX ZHAO

2 Leaf in 2019?

3 A. Operation manager.

4 Q. So she was in charge of all the
5 operations at Fashion Leaf; is that
6 correct?

7 A. Yes, and communications with
8 clients and manufacturing companies.

9 Q. What are your responsibilities at
10 Fashion Leaf?

11 A. I manage everything.

12 Q. Tell me what you do.

13 A. So managing a company,
14 communication with all different kinds of
15 clients.

16 Q. When you communicate with
17 clients, do you speak English?

18 A. I can speak a little bit of
19 English but it's a second language so I'm
20 not so good.

21 Q. When you communicated with Ringer
22 Jeans, you spoke English; isn't that
23 correct?

24 A. Yes, like slow English.

25 Q. When you communicated with Ringer

1 ALEX ZHAO

2 Jeans by e-mail, you wrote English,
3 correct?

4 A. Yes.

5 Q. You can read English, correct?

6 A. I can, but with the assistance of
7 a dictionary.

8 Q. You wrote e-mails in English,
9 correct?

10 A. Right.

11 Q. And you read e-mails in English,
12 correct?

13 A. I can also translate it into
14 Chinese.

15 Q. Well, Zoey was the operations
16 manager. Who else was a manager at the
17 company in 2019?

18 A. There was only one in charge of
19 Ringer Jeans manager.

20 Q. That was Zoey?

21 A. Right.

22 Q. Were there other managers besides
23 Zoey that worked on other accounts?

24 A. Yes.

25 Q. Who were they?

1 ALEX ZHAO

2 A. Last name L-I-U, first name
3 M-I-M.

4 Q. The L-I-U person, what account
5 did she work on?

6 A. Actually many accounts.

7 Q. Were they American accounts?

8 A. Yes. And European.

9 Q. Besides Ringer Jeans in 2019, who
10 else did you export to?

11 A. Q4. Five Star. Sea Life. The
12 names are in English.

13 Q. So what were the companies?

14 A. Q4, Five Star, Sea Life.

15 Q. Was Ringer Jeans your biggest
16 customer in 2019?

17 THE INTERPRETER: He asked me to
18 repeat.

19 A. I never calculated specifically
20 which ones were the biggest.

21 Q. Well, what type of merchandise
22 did you sell to Q4?

23 A. Jackets, pants.

24 Q. And Five Star?

25 A. Pants. And jackets. It's all

1 ALEX ZHAO

2 the same thing.

3 Q. Jackets and pants, were they
4 Tencel products?

5 A. Partially, yes. But so many
6 things so I don't remember exactly.

7 Q. Do you know what Tencel products
8 are?

9 A. Yes.

10 Q. What are they?

11 A. It's a type of man-made kind of
12 cotton.

13 Q. Now did Fashion Leaf actually
14 manufacturer -- did it own factories that
15 manufacturer the jackets and pants?

16 A. Yes.

17 Q. What factories did it own?

18 A. We actually buy the raw material
19 and then we'll process them to make the
20 clothes.

21 Q. The question is does Fashion Leaf
22 have its own factories?

23 A. We are a trading company so we
24 buy the materials and give it to the
25 factories to process it.

1 ALEX ZHAO

2 Q. The factories you don't own,
3 correct?

4 A. Can you repeat the question?

5 Q. The factories that you give the
6 raw materials to, they are not owned by
7 Fashion Leaf; is that correct?

8 A. Not mine, right.

9 Q. They are owned by other
10 companies; correct?

11 A. But those are factories, they are
12 not companies. So I just give them raw
13 materials to process.

14 Q. You don't have an ownership
15 interest in those factories; is that
16 correct?

17 A. Correct.

18 Q. Did you pay those factories for
19 merchandise?

20 A. Of course I do.

21 Q. Do you have written agreements
22 with the factories?

23 A. Yes, they are contracts.

24 Q. With respect to Ringer Jeans
25 goods, what factory produced the jeans?

1 ALEX ZHAO

2 List them for me.

3 A. Of course some place handle it
4 but I don't remember the name of the
5 place.

6 Q. You don't remember the names of
7 the factories that produced the goods that
8 are involved in this lawsuit?

9 A. Can you repeat it?

10 Q. It's your testimony that you do
11 not remember the names of the factories
12 that produced the goods involved in this
13 lawsuit with Ringer Jeans; is that your
14 testimony?

15 MR. CASSELL: Objection.

16 A. So at the time they were
17 produced, of course I knew which one it
18 was. But it's been several years now and
19 you want me to remember which company did
20 which fashion. It's difficult.

21 Q. You understand you are required
22 to come to this deposition prepared to
23 testify; do you understand that, Mr. Zhao?

24 MR. CASSELL: Note my objection.

25 MR. NASH: What is his answer?

1 ALEX ZHAO

2 THE INTERPRETER: Nothing yet.

3 A. So of course there are
4 manufacturers, but which one did which I
5 don't remember. But I paid it off.

6 Q. That's not my question. My
7 question is, Mr. Zhao, you understand, do
8 you know that it was your obligation to be
9 prepared for this deposition and to review
10 materials so you can testify as to the
11 facts and circumstances set forth in the
12 complaint which you filed. Do you
13 understand that, Mr. Zhao?

14 MR. CASSELL: Objection.

15 A. So the factories, one of them is
16 called S-U-H-A-O and the second one called
17 G-U-O-T-A-I. There was another one, but
18 which one did which batch I don't
19 remember.

20 Q. How about Anhui Garment, is that
21 one of them?

22 A. Anhui signed a contract with
23 them.

24 Q. Signed a contract with who?

25 A. Ringer. Wait a minute, was it

1 ALEX ZHAO

2 Ringer? But any way, they have two
3 companies, I mean I'm assuming two, but
4 should be one of them.

5 Q. Did you arrange that contract?

6 A. No.

7 Q. Were you the middleman on that
8 contract?

9 A. I'm not middleman in the
10 contract, I simply introduce.

11 Q. You simply introduced? Who did
12 you introduce and when?

13 A. Because they were -- when they
14 were finished, when they did their FOB, I
15 helped to get the items out.

16 Q. That's not the question. Who did
17 you introduce at Anhui to Ringer Jeans,
18 what was the name of the person?

19 A. I introduce Ringer Jeans to
20 Anhui, that's why they have --

21 Q. Who was the person that you
22 introduced at Anhui, what is the name of
23 the person that you introduced at Anhui?

24 A. They are like a team. Anyway,
25 the one thing I helped was with getting

1 ALEX ZHAO

2 the items out.

3 Q. I just want a name. I want a
4 name of a person who you introduced Ringer
5 Jeans to at Anhui; what is the name of the
6 person?

7 A. First person, M-A, last name,
8 first name, C-H-E-N-G-X-U-E. And then
9 second person, last name W-U, first name
10 P-E-N-G.

11 Q. When was this introduction?

12 A. I do not remember the exact time.

13 Q. Did Fashion Leaf bill Ringer
14 Jeans for goods that were manufactured by
15 Anhui?

16 THE INTERPRETER: You said built?

17 Q. Invoice, bill, whatever word you
18 use in China.

19 A. We didn't. Fashion Leaf didn't.

20 MR. NASH: Let's look at Exhibit
21 2 if we could. Can you put that on
22 the screen. That's the declaration.
23 Scroll down a little bit. Go to the
24 next page. Go to the next page. Go
25 to the next page. Go to the next

1 ALEX ZHAO

2 page.

3 Q. Mr. Zhao, is that your signature?

4 A. Yes.

5 Q. Do you recognize this document?

6 A. It's regarding Anhui's
7 independent goods that they produced for
8 them.

9 Q. The question is do you recognize
10 this declaration?

11 A. Yes.

12 Q. You understand it's a sworn
13 statement?

14 A. Yes.

15 Q. Did you read the document before
16 you signed it?

17 A. Yes.

18 Q. Was the document true?

19 A. Yes.

20 Q. Where did you get the information
21 to prepare this document?

22 A. This is like, the place is like
23 Limited Fashion, there was a PO, they
24 provided the PO.

25 Q. That's not my question.

1 ALEX ZHAO

2 MR. NASH: What was his answer?

3 THE INTERPRETER: That was me
4 translating what you just said. You
5 said that's not my question and I
6 translated it.

7 MR. NASH: What is his answer?

8 THE INTERPRETER: He didn't say
9 anything after you said that's not my
10 question.

11 A. You are basically asking me where
12 I got the numbers here from, right?

13 Q. Right.

14 A. Those numbers are from the PO
15 they gave to Anhui.

16 Q. Let's go to the first page of the
17 declaration, page 2. Do you see
18 paragraph 3, Mr. Zhao? It says, I am
19 familiar with Fashion Leaf's practices of
20 invoicing and shipping of garments to U.S.
21 customers?

22 A. That fee is related to just the
23 shipping and the fee of the customs, but
24 it's not for manufacturing.

25 Q. I want you to describe what are

1 ALEX ZHAO

2 the practices of Fashion Leaf to invoice
3 and ship garments to its customers. You
4 said you are familiar with it; what are
5 you familiar with?

6 A. So, for example, when goods
7 arrive at a port, the boat company will
8 give, like, a duty. And when we pay for
9 the duty it's temporary papers. But
10 anyway, the company and Ringer, when
11 Ringer received the goods, so that's paid
12 and then the receipt will be given to the
13 (inaudible). But the duty must be paid
14 and we temporarily pay for it.

15 Q. That's not the question. What is
16 Fashion Leaf's business practice of
17 invoicing goods, how does that work?

18 A. So you're asking me how I am
19 provided the invoice? The amount on those
20 is money that we helped to temporarily pay
21 for.

22 Q. That's not the question. Is
23 there a business practice at Fashion Leaf
24 to invoice goods? If so, what is that
25 practice?

1 ALEX ZHAO

2 A. Are you really asking me about
3 just in general?

4 Q. I'm asking you about your
5 declaration. When you said you were
6 familiar with the practices of invoicing,
7 which you said in a sworn statement,
8 describe the invoicing practice at Fashion
9 Leaf, please.

10 A. I did mention it's about the
11 shipping in here.

12 Q. Do you know who Charles Azrak is?

13 A. Yes.

14 Q. Who is Charles Azrak?

15 A. He coordinates for Ringer Jeans.
16 Actually, he's their manager.

17 Q. When did you meet Mr. Azrak?

18 A. When I started to form a business
19 relationship with Ringer Jeans.

20 Q. Did you ask Mr. Azrak to work for
21 one of your American companies?

22 A. I mean, to help, but not to work.

23 Q. What was the name of that
24 company, Color Leaf?

25 A. Yes.

1 ALEX ZHAO

2 Q. When you say to help, did you
3 offer him a job?

4 A. It wasn't a job, it was more like
5 a business partnership because there was
6 not -- it wasn't offered like a job with a
7 salary and blah, blah, blah.

8 Q. So you offered a business
9 partnership to Mr. Azrak?

10 A. Not quite. So it was like there
11 was no deep discussion of doing the
12 business together but just like to help me
13 out.

14 Q. Mr. Zhao, did you ever become a
15 partner in Ringer Jeans?

16 A. Yes.

17 Q. When was that?

18 A. After they asked me to invest
19 money.

20 Q. How much were you asked to
21 invest?

22 A. I know the approximate number,
23 which is around \$300,000.

24 Q. And you were supposed to invest
25 \$500,000, correct?

1 ALEX ZHAO

2 A. So basically, yes. Anyway, to
3 simply answer your question, I tried to
4 tell you yeah, that's right.

5 Q. Now, as a partner in Ringer Jeans
6 you were aware of their relationship with
7 TJ Maxx; is that correct?

8 A. I don't know the details.

9 Q. You knew they were a major
10 customer?

11 A. I do know that TJ Maxx was a
12 customer but I don't know like everything
13 about their customers.

14 Q. You understood TJ Maxx was a
15 customer of Ringer Jeans, correct?

16 A. Yes, I do know, yes.

17 Q. And you became a partner in
18 Ringer Jeans with the intention that you
19 were doing the manufacturing of goods for
20 TJ MAXX, correct?

21 A. My goods were done for Ringer
22 Jeans. As to who Ringer Jeans then do
23 business with, I don't know about that.

24 Q. Well, Ringer Jeans was selling
25 pants and jackets to TJ MAXX, correct?

1 ALEX ZHAO

2 A. But their internal operating
3 procedure, no one told me about that.

4 Q. I'm not asking that. You
5 understood that Ringer Jeans was selling
6 pants and jackets to TJ MAXX, yes or no?

7 A. Yes.

8 Q. And they were Tencel products.
9 You understood that, correct?

10 A. But specifically what they give
11 including Tencel or other things, I don't
12 know the details.

13 Q. You were aware that TJ MAXX had
14 quality control standards, correct?

15 A. We did good for Ringer Jeans and
16 we met the international requirement,
17 AKR 2.5.

18 MR. NASH: Let's look at Exhibit
19 3. Go to the bottom, if you could.
20 Keep going. Stay right there.

21 MR. CASSELL: Are you going to
22 identify these for the record and send
23 them to me? They are not Bates
24 stamped.

25 MR. NASH: You didn't get a copy

1 ALEX ZHAO

2 of the exhibits? Can you share those
3 exhibits with Michael, please. I
4 thought everybody got them at the same
5 time. They were sent over yesterday.

6 This is Exhibit 3.

7 MR. FILARDO: I didn't get them
8 either.

9 MR. NASH: Let's go off the
10 record.

11 (Off the record 10:20 a.m. to
12 10:33 p.m.)

13 BY MR. NASH:

14 Q. Mr. Zhao, let's go to Exhibit 3.
15 Were you aware there were complaints by
16 Ringer Jeans concerning shortages in
17 shipment were you aware of that?

18 A. Yes.

19 Q. So Ringer Jeans started
20 complaining in 2019 regarding shortages;
21 is that correct? Or 2018 rather?

22 A. Right.

23 Q. What was the nature of the
24 shortages?

25 A. The way these clothes are

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processed, there is a process for them to go into the water to wash it and in that process there could be sometimes some occasional damages and because we do care about the quality so we would chose the good quality ones from the batches to have them have the good ones and that's one of the reasons causing the shortages.

Q. So the shortage is you didn't deliver the sufficient number of goods, you delivered less than the required goods. Is that your understanding of a shortage?

A. Yes. And shortages like this, that happens often in the fashion industry.

Q. It was a problem for Ringer Jeans, correct, they sent you several e-mails on shortages, correct?

MR. CASSELL: Note my objection.

A. Yes, there was a shortage.

Q. A shortage on many of these orders; correct?

A. There were shortages but I don't

1 ALEX ZHAO

2 know how many. I don't remember.

3 Q. Do you have records on how many
4 orders had shortages?

5 A. I don't remember how many, no.

6 Q. What were the control standards
7 that Fashion Leaf used to address
8 shortages; did you have physical counts,
9 did you have sample counts, how did you
10 deal with shortages?

11 A. We need to send Ringer Jeans an
12 e-mail, only if they accept we would send
13 the goods.

14 Q. Did you inspect the goods before
15 they were shipped?

16 A. Yes, exactly, because we do our
17 inspections well, we keep the good ones
18 for them, take out some bad ones and
19 that's why there is a shortage in the
20 first place.

21 Q. Now when you say you did the
22 inspections, did you go to the factories
23 and inspect the goods? Did anybody from
24 Fashion Leaf actually go to the factories
25 and inspect the goods, you sir, Mr. Zhao?

1 ALEX ZHAO

2 A. Yes.

3 Q. Who went to the factories and
4 what factories did they go to inspect
5 goods?

6 A. To every factory.

7 Q. Name the factories that you went
8 to and who was the person that went?

9 A. Every factories have someone in
10 charge of the order to go. There is
11 different orders and different orders have
12 different people. So are you asking for a
13 name?

14 Q. You do recognize that there were
15 problems with shortages in the orders?

16 A. Yes.

17 Q. Now, before he passed away,
18 Mr. Fishman indicated during those
19 conferences that the shortages caused you,
20 Fashion Leaf, to change factories; is that
21 correct?

22 MR. CASSELL: Hold on. Are you
23 asking him did he change factories or
24 are you asking did his attorney say
25 that?

1 ALEX ZHAO

2 MR. NASH: Did Fashion Leaf
3 change factories to deal with the
4 shortage problem?

5 MR. CASSELL: No objection.

6 A. Different orders were taken by
7 different factories, they rotate. And it
8 doesn't -- there is no need to change
9 factories.

10 Q. So you never changed any of your
11 factories as a way of solving shortages?

12 A. I did not change factories for
13 shortages.

14 Q. When you got the e-mails in
15 Exhibit 2, you were copied on the e-mails,
16 what did you do to correct shortages?

17 MR. CASSELL: Exhibit 3, for the
18 record.

19 MR. NASH: Thank you. Exhibit 3.

20 A. I told them the factory to be
21 more careful when they were in the washing
22 process.

23 Q. Now you're in Nanjing Province;
24 is that correct?

25 A. Yes.

1 ALEX ZHAO

2 Q. Where is that located in China?

3 A. This is actually the Jaingsu,
4 J-A-I-N-G-S-U Province.

5 Q. How far is that from the Anhui
6 Province?

7 A. I never measured the kilometers
8 but if are you asking me about
9 transportation, you are going to take
10 train over there, then perhaps I would say
11 around two hours.

12 Q. Now, there were problems with
13 shortages from the factory, is that
14 correct, Anhui factory?

15 A. I don't remember if that happened
16 there.

17 MR. NASH: So let's go to the
18 second page of Exhibit 3. Right
19 there, stop.

20 Q. Do you see where we are talking
21 about shortages on PO 802?

22 A. Yes, I see that.

23 Q. You understand that Purchase
24 Order 802 was Anhui Production?

25 A. I didn't know which factory did

1 ALEX ZHAO

2 it but I knew there was a shortage with
3 802.

4 Q. So let's go back to Exhibit 2,
5 his affidavit, page 3 of that. You see in
6 your affidavit when you are talking about
7 Anhui Production, it's purchase order 802.
8 Do you see that?

9 A. Yes.

10 Q. Does that refresh your
11 recollection that there were issues with
12 shortages with the Anhui Production?

13 A. Yes, it seems like it's from
14 there.

15 Q. Did you communicate with anybody
16 at Anhui regarding these shortages issues?

17 A. I don't remember if I did.

18 Q. Did you think it was important
19 for you to correct shortages?

20 A. I think shortages is normal due
21 to the nature of how these things are
22 processed, including washing.

23 Q. When you say it's normal, go to
24 the first page of Exhibit 3, please.

25 Did you see this, Alex, it

1 ALEX ZHAO

2 starts: Alex, please. Your team has to
3 get these shortages better under control.
4 Below is 2,000 pieces. This is starting
5 to add up to a lot of money in lost sales.

6 So you were getting complaints
7 that this was not normal and you had to
8 take action; do you see that? You are
9 Alex, correct?

10 MR. CASSELL: Objection.

11 A. This one, when it's more, yes.

12 Q. So you understood this was not
13 normal, you were getting complaints about
14 significant shortages; is that correct?

15 A. It's just applying to 802.

16 Q. Let's go to exhibit -- are you
17 done with your answer? What is his
18 answer?

19 A. I have nothing to add.

20 MR. NASH: What did he say before
21 he has nothing to add?

22 THE INTERPRETER: I think the
23 reporter got it. By interpreter, it's
24 just with order 802.

25 Q. That was the only problem, with

1 ALEX ZHAO

2 order 802?

3 A. No.

4 MR. NASH: Let's go to Exhibit 5
5 because there is more problems there.

6 If you could go to Exhibit 5, I would
7 like to. Go to the middle of the
8 page. Stop.

9 Q. Do you recognize those e-mails,
10 Alex?

11 A. Yes.

12 Q. You are on these e-mails,
13 correct?

14 A. Correct.

15 Q. These e-mails reference PO 818,
16 which is another Anhui purchase order;
17 correct?

18 A. Yes, it looks like.

19 Q. If we go back to Exhibit 2, 818
20 is one of the Anhui purchase orders;
21 correct?

22 THE INTERPRETER: Repeat.

23 Q. If you go back to Exhibit 2, 818
24 is an Anhui purchase order?

25 MR. CASSELL: Note my objection.

1 ALEX ZHAO

2 You are referring to the declaration
3 but it's not on the screen. By
4 counsel, I see it's listed there.

5 Q. I will represent to you that it's
6 part of your declaration, that's an Anhui
7 purchase order.

8 In any event, let's go back to 5.
9 Do you see where it says Hi, Zoey, from
10 Miyueng Koh?

11 A. Okay.

12 Q. Now this was sent to your
13 company, correct, complaining about
14 certain other parts of the garment?

15 A. Yes.

16 Q. Do you know who Miyueng Koh is?

17 A. From Ringer Jeans.

18 Q. In this e-mail she sends an
19 e-mail to Zoey Wong, correct?

20 A. Yes.

21 Q. And she copied Nathan Anderson.
22 Do you know who he is?

23 A. Yes.

24 Q. Complaining about the quality of
25 the goods. They say the zipper tape looks

1 ALEX ZHAO

2 so much redder. And this is a sample.

3 What does sample mean?

4 A. It's for us to send out the
5 shipment, it's something for them to
6 approve.

7 Q. So they are complaining the
8 zipper tape is so much redder. You must
9 inform the supplier to fix the color for
10 open orders. Who is the supplier they are
11 referring to?

12 A. The zipper supplier.

13 Q. Who was that?

14 THE INTERPRETER: I'll put his
15 answer in the chat. W-U-X-I, space,
16 B-A-O-L-O-N-G.

17 Q. Did you contact the supplier to
18 fix the condition?

19 A. Yes.

20 Q. Metal trims are oxidized too
21 much, especially metal stoppers. They
22 feel off badly. Can you fix both.

23 Did you take action to correct
24 that condition?

25 A. The specifics I did tell them to

1 ALEX ZHAO

2 correct.

3 Q. You said you told them to correct
4 it, right?

5 A. Yes.

6 MR. NASH: This is the third
7 page, scroll down a little bit if you
8 could, please. Keep on scrolling.
9 Stop right there. Thank you.

10 Q. You see there were further
11 complaints regarding purchase order 818
12 note substituted color is much redder and
13 much match standard. Please correct.

14 Did you see that? These are all
15 the problems with the samples, do you see
16 that?

17 A. Yes.

18 Q. So you understood that there was
19 problems with the samples and what did you
20 do to correct those problems?

21 A. Then we correct it.

22 Q. So everything was good by you,
23 there was no problem with your production;
24 is that your testimony, Mr. Zhao?

25 MR. CASSELL: Objection.

1 ALEX ZHAO

2 Q. You can answer.

3 A. It's all within the AKR 2.5
4 standard.

5 Q. So what happened to these goods
6 that you produced for TJ MAXX, do you know
7 what happened to the goods?

8 MR. CASSELL: Objection.

9 Q. What happened, Mr. Zhao, in
10 February 2019?

11 A. I only produced for Ringer Jeans.

12 Q. But you knew they were selling
13 the goods to TJ MAXX, correct?

14 A. I don't know what, like I said
15 before.

16 Q. What did you say before, Mr.
17 Zhao, I'm curious. Because there is a big
18 set of e-mails coming up so I'm really
19 curious what you said before concerning
20 what happened to this production?

21 MR. CASSELL: Objection.

22 A. I only produce for Ringer and
23 Ringer give to TJ MAXX or somebody else
24 and their internal procedure. I don't
25 know the details.

1 ALEX ZHAO

2 Q. You were a partner in Ringer
3 Jeans, Mr. Zhao, you are telling me you
4 don't know what happened to this
5 production?

6 A. They don't count me, that's why I
7 stopped the role of the shareholder.

8 Q. So you are not aware that TJ MAXX
9 pulled all the merchandise off the
10 shelves, return to customer, you are not
11 aware of that?

12 A. They told me about this but I
13 don't know the details.

14 Q. This is sworn testimony, Mr.
15 Zhao. If you ever come back to America,
16 you have to tell the truth?

17 MR. CASSELL: Is that a question
18 or statement, what is it?

19 Q. Do you know this is sworn
20 testimony?

21 A. They told me about the incident
22 and send a few photos but I don't know the
23 detail contents of this whole thing.

24 Q. So you didn't have discussions
25 with Charles Azrak that TJ MAXX pulled all

1 ALEX ZHAO

2 the Tencel products off the shelves?

3 A. He told me about the incident.

4 Q. It was more than an incident,
5 they literally pulled all the garments off
6 the shelves because of quality issues.
7 You are not aware of that?

8 MR. CASSELL: Objection.

9 A. I really didn't know it was the
10 entire, everything.

11 Q. You didn't know. You were a
12 partner of the company and you were doing
13 the manufacture of these goods that were
14 pulled off the shelves and you are telling
15 me you didn't know, Mr. Zhao?

16 MR. CASSELL: Objection.

17 A. I knew they pulled off the shelf
18 something, but I didn't know the number,
19 how many or the entirety.

20 MR. NASH: Let's look at

21 Exhibit 6. Let's stop right there.

22 Q. Have you seen this e-mail before?
23 You are copied on it, Mr. Zhao.

24 A. Yes.

25 Q. This is an e-mail from Zoey Wong,

1 ALEX ZHAO

2 your operations manager, to Charles Azrak
3 dated February 12, 2019. Do you see that?

4 A. Yes.

5 Q. In that e-mail Zoey Wong writes,
6 Sorry for all the bad situation brought to
7 you.

8 Do you see that?

9 A. Yes.

10 Q. And the bad situation us that the
11 goods were rejected by TJ MAXX, they were
12 taken off the shelves; isn't that correct?

13 A. Yes.

14 Q. And the reason they were taken
15 off the shelves is because of bad quality
16 and production; isn't that correct?

17 A. This is what they told me.

18 Q. And then Zoey writes, We have saw
19 all the dewing issues by the photos and
20 also sent to our factories. These issues
21 are really very serious and affect sales.

22 Do you see that?

23 MR. CASSELL: Objection.

24 Q. Do you see that?

25 A. Yes.

1 ALEX ZHAO

2 Q. Zoey goes on to say, The second
3 half of last year we had many production
4 lines in different factories in different
5 cities. Our home QC members did not
6 supervise the factories well when they
7 start some new production lines during the
8 packing process, sorry again.

9 So what factories were you using
10 and why didn't you supervise them so you
11 could eliminate these quality control
12 issues?

13 MR. CASSELL: Objection.

14 A. Sorry, counsel, your question was
15 what is the production of?

16 Q. No, my question was --

17 MR. NASH: Can you repeat it,
18 Sandra, if you can.

19 (Record read.)

20 MR. CASSELL: Objection.

21 A. So to answer your question, first
22 of all the thing is -- when the time this
23 e-mail was written, because it was a time
24 of intense arguing, then we needed to make
25 peace so when these questions were

1 ALEX ZHAO

2 happening but anyway I'm not sure what you
3 are really asking. I'm trying to answer
4 how come we didn't manage well?

5 Q. Yes.

6 A. Because new production needed
7 more people so we did add more people.

8 Q. So you were understaffed, your
9 quality control, and that's why these
10 deficiencies occurred; is that what you
11 are saying?

12 MR. CASSELL: Objection. Are you
13 asking is he saying that, or is that a
14 fact? I'm not sure --

15 MR. NASH: That's what he just
16 said, he didn't have enough people.

17 MR. CASSELL: I don't think he
18 said that at all, but you can ask him
19 the question.

20 MR. NASH: This is so truncated
21 with the interpreter. Sandra, can you
22 read back the answer?

23 (Record read.)

24 Q. So I take it from that answer
25 that the issues and defects were because

1 ALEX ZHAO

2 you didn't have enough people dealing with
3 quality?

4 A. That's not -- no.

5 Q. No?

6 Then you say in the e-mail we
7 went back today and we had a meeting with
8 the whole production department to improve
9 the production quality.

10 So were you at that meeting, Mr.
11 Zhao?

12 MR. CASSELL: The e-mail is not
13 from him. The question isn't phrased
14 properly.

15 MR. NASH: The e-mail is from his
16 operations manager; he's copied on it.
17 She's using the word "we," that means
18 more than one in my mind. So I'm
19 asking him, were you part of the "we"
20 that went back and had a meeting with
21 the whole production department?

22 A. I wasn't there.

23 Q. Now, the e-mail continues: We
24 will add QC members to our team for whole
25 RJ orders.

1 ALEX ZHAO

2 Did you ever add QC members?

3 A. Yes.

4 Q. So the fact that you added QC
5 members means you didn't have enough QC
6 members when this production was going on;
7 correct?

8 MR. CASSELL: Objection.

9 A. She was trying to bring some
10 members from other team to move to them.

11 Q. She continues, We have talked to
12 all the factories. The production lines
13 for Tencel jackets must keep the same line
14 as last year so the quality should be much
15 better.

16 So did you go back to the
17 factories and say all the goods you made
18 have now been pulled off the shelves
19 because the quality control; did you tell
20 the factories this?

21 MR. CASSELL: Hold on a second.

22 I've been pretty lenient but that
23 three or four questions in one. If
24 you want to ask him what they said to
25 the factories, that's fine but --

1 ALEX ZHAO

2 MR. NASH: But there is an
3 interpreter so I'm not really
4 getting -- she's getting thoughts so
5 I'm giving her enough of a thought to
6 get back something. It's not like I'm
7 asking questions, I'm asking Jessica
8 to interpret so I want to give her as
9 much as I can. I have no idea what
10 Jessica is saying.

11 MR. CASSELL: I think the
12 question, what did you say to the
13 factories is fine. To me, it's just
14 multiple questions together, that's
15 the objection.

16 MR. NASH: Jessica, do your best
17 with that.

18 THE INTERPRETER: I would prefer
19 the report to read it back but I have
20 no problem with long questions.

21 (Record read.)

22 A. I really don't remember about
23 this part, whether I did. And I don't
24 know if Zoey did.

25 Q. The e-mail ends the whole Tencel

1 ALEX ZHAO

2 program will also be important for us. We
3 will pay more efforts to make the quality
4 much better than last year.

5 Do you see that?

6 A. Yes.

7 Q. So you are admitting in this
8 e-mail that your production was bad and
9 not as good as last year; isn't that
10 correct?

11 MR. CASSELL: Objection.

12 A. I think what is said here, it's
13 about making progress for the future.
14 It's not about comparing quality.

15 Q. But the e-mail says, We would
16 make more efforts to make the quality much
17 better than last year. So when you say we
18 will make more efforts to make the quality
19 better than last year, you are saying you
20 are not comparing year from year?

21 A. It's saying to make it better
22 than last year, true.

23 Q. And you know Ringer Jeans never
24 got another chance with TJ MAXX; they
25 pulled off the line and that was it?

1 ALEX ZHAO

2 A. They didn't talk to me about it
3 after. They never paid so there was no
4 communication.

5 Q. But you understood -- let's look
6 at the bottom. Keep on scrolling down.
7 Keep going. This is an e-mail from
8 Charles Azrak to you. You recognize this
9 e-mail, correct?

10 A. Yes.

11 Q. Now, you were a partner in Ringer
12 Jeans at this time, Mr. Zhao?

13 A. Right.

14 Q. And you know as a partner of
15 Ringer Jeans that Fashion Leaf screwed up
16 the whole TJ MAXX business?

17 MR. CASSELL: Objection.

18 A. I don't know because they never
19 told me, the internal things they don't
20 tell me things.

21 Q. So let's read what Charles Azrak
22 did tell you. He said, Advised and begged
23 multiple times that proper attention,
24 quality control and care has not been
25 given to our bulk production. We tried

1 ALEX ZHAO

2 very hard to avoid any issues with
3 retailers.

4 Do you see that?

5 A. Yes.

6 Q. So you didn't know the problems
7 he was having; is that your testimony?

8 MR. CASSELL: Objection.

9 A. I know they returned the stuff
10 but I don't know how they communicated,
11 how they coordinated with the other side.

12 Q. Let's continue. Scroll down.

13 Azrak tells you, They have frozen
14 our jacket business due to poor quality,
15 end quote. We have no idea what they will
16 ever take, when they will take it, or if
17 they will take any jackets. So you didn't
18 know that they froze the business for poor
19 quality; is that what you are telling me?

20 MR. CASSELL: Objection.

21 A. I want to just repeat that we
22 produced the goods for Ringer Jeans.

23 Q. Well you produced the goods
24 except they were no good.

25 He continues, We begged and

1 ALEX ZHAO

2 pleaded with FL.

3 Is FL Fashion Leaf?

4 A. Right.

5 Q. But all that happened was goods
6 just ran through production unchecked so
7 we keep filling lines. So all you did was
8 rush production and there was no quality
9 control; isn't that correct?

10 A. I disagree because our goods were
11 always done according to AKR 2.5,
12 International Standard.

13 Q. That's not what Zoey said in
14 response to this e-mail. She said, Sorry
15 for all the bad situation brought to you.
16 These issues are really very serious and
17 affect sales. Our QC members did not
18 supervise the factories well. Sorry
19 again. We will pay more efforts to make
20 quality much better.

21 So Zoey acknowledged that the
22 company did poorly; the company being
23 Fashion Leaf.

24 MR. CASSELL: Objection.

25 A. I think the context for how she

1 ALEX ZHAO

2 wrote was in consideration of peace and
3 for future cooperation and considering
4 that I'm still a shareholder.

5 Q. It's more than making peace.
6 There is no peace to make. TJ MAXX threw
7 your goods out so what kind of peace did
8 you think you were going to make?

9 MR. CASSELL: Objection.

10 A. Because people were arguing so it
11 was in this context she wrote the e-mail
12 the way she did.

13 Q. Wouldn't you expect Ringer Jeans
14 to be very, very upset with you given what
15 happened, Mr. Zhao?

16 MR. CASSELL: Objection.

17 A. The fact they haven't paid, I am
18 more concerned.

19 Q. Well they don't want to pay for
20 stuff that has no value, do you understand
21 that?

22 MR. CASSELL: Objection.

23 MR. NASH: What's his answer.

24 THE INTERPRETER: He hasn't
25 answered. By interpreter, I want to

1 ALEX ZHAO

2 make it clear: If you cannot hear
3 something, it's because he hasn't
4 answered. I cannot hear more than
5 what you can hear.

6 A. I actually would like the
7 question to be read back.

8 (Record read.)

9 A. Yes, they received, accepted the
10 goods.

11 Q. Do you understanding the problem
12 with the goods? What is your
13 understanding, Mr. Zhao?

14 A. They don't want to pay.

15 Q. Do you understand that the goods
16 were rejected because of the loose
17 threads?

18 A. I didn't know that, the loose
19 threads.

20 THE INTERPRETER: By interpret, I
21 need five minutes.

22 MR. NASH: Do you want to take a
23 10-minute break, Mike?

24 MR. CASSELL: Sure. We do need
25 to discuss scheduling because the

1 ALEX ZHAO

2 witness said he can go to 1:00 a.m.

3 his time.

4 MR. NASH: Let's take a 10-minute
5 break and then we'll discuss that.

6 (Off the record 11:35 a.m. to
7 11:48 a.m.)

8 BY MR. NASH:

9 Q. Let's go to Exhibit 7. Now, this
10 is an e-mail that came the day after Zoey
11 sent her e-mail on the 12th and it look
12 like internally you did some checking to
13 see where the issues were coming and what
14 factories; is that your understanding, Mr.
15 Zhao?

16 A. Yes.

17 Q. So I guess your organization
18 pinpointed issues with purchase orders
19 809, 802, 818 and 849; do you see that?

20 A. Yeah, I see it.

21 Q. So you did have production issues
22 with the Anhui factory; is that correct?

23 A. I think this e-mail only
24 indicates how many and what color.

25 Q. It comes right after the e-mail

1 ALEX ZHAO

2 regarding the bad production so I guess
3 you wanted to pinpoint deficiencies with
4 the colors and that's why you went to
5 these purchase orders?

6 A. I think it's only to say for
7 which color, how many there were.

8 Q. Let's go down to the bottom.
9 Nathan sent the e-mail. This is on
10 February 13th, the day after the problem
11 gravitated to the point where they pulled
12 the goods. He says -- you are copied on
13 this Alex. Yes, you are.

14 Hi, Zoey. Do you know by style
15 and color the issues were. This would
16 help to narrow my search as right now I am
17 doing a full WHS audit on Tencel which
18 will be expensive and time consuming. Any
19 details you help me narrow down my search
20 will be appreciated, okay?

21 What is a WHS audit, do you know
22 what that is?

23 A. For their warehouse to check
24 items.

25 Q. Zoey responds to him, isolating

1 ALEX ZHAO

2 these four purchase orders. Do you know
3 why she did that?

4 A. I think to respond to Nathan's
5 about which style is in which factory.

6 Q. Okay, but go up further because
7 they are talking about problems with
8 coloring. Go up to the top. It says,
9 Thank you for your advice. We for sure
10 are having challenges with more colors
11 than this. Perhaps I can start to feed
12 you details by color and style so perhaps
13 you can isolate on your side. We will
14 work with Charles today and revert back.

15 Now, you understood they were
16 trying to pinpoint where the problems were
17 coming from that caused TJ MAXX to pull
18 the goods. Do you understand that?

19 A. I think Zoey only tried to help
20 providing the color, the number of pieces
21 and style, but as to them how they are
22 going to pursue or do after that I don't
23 know.

24 Q. Do you Alex have an ownership
25 interest in the Anhui factory?

1 ALEX ZHAO

2 A. No.

3 Q. Do you have an interest in any
4 factory that you do production in?

5 A. No.

6 Q. The factories in your production,
7 are they all in different provinces or are
8 some in your province?

9 A. Yes, they are outside of my
10 province.

11 Q. Now, the ones that did production
12 for Ringer Jeans, were any in your
13 province or were they all outside of your
14 province?

15 A. They were outside of my province,
16 yes.

17 Q. So that means, I take it, that
18 you weren't there when the manufacturing
19 and production was actually going on?

20 A. I have QC there.

21 Q. So you hire QC people?

22 A. Right.

23 Q. Are they employees of Fashion
24 Leaf or are they independent contractors?

25 A. Employees.

1 ALEX ZHAO

2 Q. Now, after that issue arose with
3 Ringer Jeans, did you speak to your QC
4 people and say what went wrong?

5 A. I think Zoey did.

6 Q. Who did she speak to?

7 A. QC manager.

8 Q. Who was the QC manager?

9 A. Z-H-A-N-G, last name; first name
10 H-A-I-T-A-O.

11 Q. Does Mr. Zhang still work for
12 Fashion Leaf?

13 A. He left.

14 Q. When did he leave?

15 A. 2021.

16 Q. Did you fire him over in this
17 episode?

18 A. He resigned.

19 Q. He resigned over it?

20 MR. CASSELL: Objection.

21 A. Because of COVID.

22 Q. It had nothing to do with this
23 incident?

24 A. His resignation is not to do with
25 this.

1 ALEX ZHAO

2 Q. Did he give a resignation in
3 writing?

4 A. Right.

5 Q. He resigned in writing?

6 A. Correct.

7 MR. NASH: Can I have a copy of
8 that writing?

9 MR. CASSELL: I'll take it under
10 advisement.

11 MR. NASH: I'm asking you, you
12 can use this as a request.

13 Q. Mr. Zhang, did he live in your
14 province or where the factories were
15 located?

16 A. In my province, yes.

17 Q. How many days a week did he go to
18 factories to do QC inspections?

19 A. He's in different factory every
20 day.

21 Q. On the Ringer Jeans production,
22 how many times, how many days a week did
23 he go to the factories?

24 A. I was referring to Ringer Jeans.
25 But every day he's in a different factory.

1 ALEX ZHAO

2 Q. For Ringer Jeans?

3 A. Yes. So Ringer Jeans, for that
4 there is more factories so he had to go to
5 the different ones.

6 Q. How did he go every day when it's
7 at least two hours each way to travel, how
8 did he do that?

9 MR. CASSELL: Objection.

10 A. So like on each day he will only
11 attempt one.

12 Q. But how did he go, did he travel
13 by train?

14 A. Driving or the train.

15 Q. Was he reimbursed for his travel?

16 A. Yes.

17 Q. You have records as to the
18 reimbursement of Mr. Zhang for his travel
19 during this period, early 2019, late 2018?

20 A. I have the receipts.

21 MR. NASH: So I'll call for
22 production of those documents. Mike,
23 I'll give it to you by e-mail, if
24 that's okay?

25 MR. CASSELL: E-mail is fine.

1 ALEX ZHAO

2 Q. So besides Mr. Zhang, who else is
3 on the QC team; is it only one person?

4 A. Every factory has a QC.

5 Q. Who are the other individuals?

6 A. I have several.

7 Q. What are their names?

8 A. Yes. Sure.

9 Q. What are their names?

10 A. I don't remember off hand, but I
11 can check.

12 Q. So you have records showing who
13 were the individuals involved in the QC
14 team, correct?

15 A. Right.

16 MR. NASH: So I call for
17 production of those documents.

18 Q. Now, did the QC team send you
19 reports?

20 A. Yes.

21 Q. Did they send you reports on a
22 daily, weekly or monthly basis?

23 A. There is phase one and then a
24 middle phase and then a final phase
25 inspection report.

1 ALEX ZHAO

2 MR. NASH: I call for production
3 of all the reports from this QC team
4 regarding this production, the Ringer
5 Jeans production, okay?

6 MR. CASSELL: I think we produced
7 that already.

8 MR. NASH: I don't think you did,
9 but I am going to another exhibit. If
10 that's what he's referring to, I do
11 have that.

12 Q. Did the factories do their own QC
13 review and inspection?

14 THE INTERPRETER: Did each
15 factory you said?

16 Q. Yes, the four factories. You
17 said there's four factories that did this
18 production; is that correct, Mr. Zhao?

19 A. Right.

20 Q. So we know Anhui, and you don't
21 know the names of the other three?

22 A. I don't remember but I can try to
23 find it.

24 Q. Please do for Monday.

25 Now, Mr. Zhao, who was Fashion

1 ALEX ZHAO

2 Leaf's customer by the sale of these
3 goods, the Tencel jackets and pants, who
4 was actually the customer of Fashion Leaf?

5 A. I think this was asked.

6 Q. Well, who was it?

7 A. Like I told you before, because
8 so many orders I don't know specifically
9 who had Tencel and in fact in the question
10 before, I did provide you some names.

11 Q. But you sued a lot of parties,
12 Mr. Zhao, you sued a lot of parties. You
13 sued Ringer Jeans, LLC. Were they your
14 customer?

15 A. Yes.

16 Q. Did you have a contract with
17 Ringer Jeans?

18 A. PO.

19 Q. So you only got a PO from Ringer
20 Jeans; is that correct?

21 A. But I didn't -- isn't purchase
22 order a contract?

23 Q. It can be. But you got a
24 purchase order from Ringer Jeans, LLC?

25 A. Of course it's with Ringer Jeans

1 ALEX ZHAO

2 . Whether it's LLC, I don't remember.

3 Q. Well, do you have copies of the
4 purchase orders?

5 A. I already provided them.

6 Q. The documents that were produced,
7 did you produce all your purchase orders
8 in discovery?

9 A. Yes.

10 Q. So there are no more -- because I
11 didn't see many purchase orders that you
12 produced.

13 MR. NASH: Do you know what Bates
14 stamp numbers they are, Mike?

15 MR. CASSELL: I don't know
16 because they would have been produced
17 by the other attorney.

18 MR. NASH: I'm going to check for
19 Monday the purchase orders.

20 Q. But it's your testimony whatever
21 purchase orders you had were produced; is
22 that correct?

23 MR. CASSELL: Before you answer
24 the question, I do have one comment
25 which is I do have purchase orders

1 ALEX ZHAO

2 that were part of the file, I just
3 don't know if you prior attorney
4 produced them.

5 MR. NASH: I don't think he did.
6 I saw we produced purchase orders; I
7 didn't see purchase orders from you.
8 I will double check but I didn't see
9 it.

10 (Record read.)

11 MR. CASSELL: There was an open
12 question, he can answer.

13 (Record read.)

14 A. Yes.

15 MR. NASH: I'm going to check
16 that for Monday night. I'll ask you
17 to do the same.

18 Q. So if your customer was Ringer
19 Jeans LLC, what is your reason for suing
20 Ringer Jeans Apparel LLC. Did you do
21 business with them?

22 A. Like I said, it's with Ringer
23 Jeans, whether it's Apparel or LLC, I have
24 to double check. I don't remember.

25 Q. Who is New Age Branding?

1 ALEX ZHAO

2 A. New Age Branding, there was a PO.
3 So Ringer Jeans, they had POs through like
4 different places.

5 Q. Why are there different POs from
6 different companies?

7 A. That's what they asked for.

8 Q. Did you request different POs
9 from different companies because you had
10 to deal with some issues in China?

11 A. Can you repeat the question?

12 Q. Wasn't it you who asked for
13 different POs because they were certain
14 issues you had to deal with in China?

15 A. It's because Ringer Jeans, it's
16 their own issue with the credit not being
17 at the levels so that's why they divided
18 it up that way.

19 Q. Whose credit? Did you finance
20 these purchase orders?

21 A. So of course we paying for buying
22 the goods.

23 Q. Did you pay with bank money? Did
24 you borrow money to pay for this?

25 A. I don't wish to answer.

1 ALEX ZHAO

2 Q. Why not?

3 A. I think it's a private question.

4 MR. NASH: It's really not.

5 Michael, I'm entitled to an answer,
6 how he financed these purchases. I'll
7 keep it confidential within the
8 confines of this lawsuit. I'm not
9 blasting it on the Internet.

10 MR. CASSELL: What exactly is the
11 question, how he financed the --

12 MR. NASH: He definitely financed
13 it.

14 MR. CASSELL: Well, I would like
15 to discuss it with him. I suggest we
16 table it and come back on Monday.

17 MR. NASH: Fair enough.

18 Q. Were there quotas that the
19 Chinese government imposed about how many
20 goods you can sell to a foreign customer?

21 A. The quota is determined by the
22 customer's credit.

23 Q. So Ringer Jeans had a certain
24 quota based upon its credit and to get
25 larger quotas you used the other

1 ALEX ZHAO

2 companies; is that correct?

3 A. It's because I don't believe -- I
4 didn't want to have their company at this
5 credit rating to issue such a big order.
6 That's why they found the other ones to do
7 it with them.

8 Q. You are a partner of Ringer
9 Jeans, Mr. Zhao. You are on both sides of
10 this; isn't that correct?

11 A. But they don't tell me things
12 about their internal matters.

13 Q. But you are the one that told
14 Azrak to do it this way; correct?

15 A. It's not that I told him, they
16 gave me a PO.

17 Q. Aren't you involved in forming
18 some of these companies, Mr. Zhao?

19 A. I didn't do that.

20 Q. Now, what documents did you file
21 with the government regarding the
22 shipments in terms of quota; is there
23 special forms you have to file with the
24 Chinese government?

25 A. But it's not about the quota,

1 ALEX ZHAO

2 it's the end company's credit.

3 Q. Is there paperwork you file with
4 the Chinese government? I'm sure there
5 is. I'm sure there is paperwork, you file
6 with the Chinese government.

7 A. So to give the company's name,
8 address and, I don't know, credit and,
9 like, relating to whether they pay or not
10 after receiving items.

11 Q. So can I have copies of the
12 documents you filed with the Chinese
13 government regarding these shipments?

14 A. But this is not what I meant was
15 the information was just given, it's not
16 like a form like the one that you were
17 talking about, you just have to provide
18 the name and address, the rest they can
19 look it up themselves.

20 Q. Did you send e-mails to the
21 government?

22 A. I didn't have to send e-mail, I
23 just call.

24 Q. Who did you call?

25 A. Credit company.

1 ALEX ZHAO

2 Q. So there is no paperwork in
3 shipping goods out of Red China? I find
4 that impossible to believe.

5 MR. CASSELL: Objection.

6 THE WITNESS: But this is -- I'm
7 talking about the credit company.
8 They don't care about that.

9 Q. Doesn't the government have a
10 quota on how many goods you can ship?

11 A. No.

12 Q. You pay taxes to the government
13 on these shipments?

14 A. Tax according to the invoices but
15 these are different. One is about the
16 credit department, one is about taxation.

17 Q. Now, you are private company.
18 The government has no interest in your
19 company, Mr. Zhao?

20 A. No.

21 Q. How do you operate in Red China
22 as a private company, how is that done?

23 A. Of course we have private
24 enterprises in China.

25 Q. And the government allows you to

1 ALEX ZHAO

2 do that?

3 A. Yes.

4 Q. How do you qualify to be a
5 private company in China?

6 A. I have to of course register my
7 company and then I can start operations.

8 Q. And who approved you as a private
9 company in China?

10 A. We have our business and commerce
11 department in the government. They do
12 those things.

13 Q. So you are registered as a
14 private company?

15 A. Yes.

16 Q. And as a private company, you are
17 allowed to make a profit?

18 A. Yes, we have to pay taxes, of
19 course.

20 Q. And how much are the taxes you
21 pay on profits?

22 MR. CASSELL: Objection. We're
23 getting a little far afield here.

24 MR. NASH: I'm going to get tax
25 returns, what he's sending to the

1 ALEX ZHAO

2 government at some point.

3 Q. What is the taxes that you pay on
4 this?

5 MR. CASSELL: I'm not sure it's
6 relevant but you can answer.

7 A. I have to inquire with my finance
8 people.

9 Q. Did you report to the Chinese
10 government nonpayment of these invoices or
11 losses on these invoices, how did you deal
12 with that?

13 A. When my goods go out, I have some
14 kind of invoice with the government that I
15 have to pay tax on them.

16 Q. What did he say exactly, can you
17 go slow?

18 A. When my goods go out, there is an
19 invoice with my government, there is a tax
20 on it.

21 Q. When you ship the goods out, you
22 have to pay the tax immediately?

23 A. Every month.

24 Q. On Anhui's goods, did you pay the
25 government a tax?

1 ALEX ZHAO

2 A. Yes.

3 Q. Are there records of what taxes
4 you paid on these goods?

5 A. Do I really need to provide
6 information about my own taxation?

7 Q. Yes. Are there records on the
8 taxes that you paid on these goods?

9 A. Can I keep it confidential?

10 Q. Yes.

11 THE INTERPRETER: By interpreter,
12 he means he doesn't want to tell you.

13 MR. NASH: Michael, we'll talk
14 about it.

15 Q. When there were problems with the
16 payment issues that arose because of THE
17 quality of goods, did you get a refund
18 from the government?

19 A. The tax refund is done only after
20 you receive the payment. So if you
21 haven't received the payment for the
22 goods, there will be no tax refund.

23 Q. I don't understand. You told me
24 that you pay taxes as soon as you ship the
25 goods out of china. So my question to you

1 ALEX ZHAO

2 is, you paid the government immediately,
3 that's what you testified to, and my
4 question to you is if you don't get paid
5 for the goods, you paid taxes for goods
6 you shipped out and never got paid for, do
7 you get a refund?

8 A. I know what you mean but like I
9 said, these things are paid monthly and
10 it's like your items, they have to match
11 the payment you received for those items.
12 Only when the government sees these things
13 match, then you may qualify for a tax
14 refund.

15 Q. Has he applied for refund on
16 these shipments?

17 A. I have not because without the
18 proof of the other side's payment, I will
19 not qualify.

20 MR. NASH: I don't understand
21 this whole thing. You don't get a
22 refund if you got paid because you
23 already paid the tax. So I call for
24 all documents relating to the tax
25 treatment of these shipments.

1 ALEX ZHAO

2 Q. Last line of questions for today.

3 Who is Gabriel Zeitouni?

4 A. Yes, I do.

5 Q. Who is he?

6 A. He told me he's the boss of
7 Ringer Jeans.

8 Q. He didn't buy any goods from you
9 personally, did he?

10 A. He's the owner of Ringer Jeans
11 but Ringer Jeans bought things from me.

12 Q. Did he sign a guarantee to you?

13 A. No.

14 Q. Charles Azrak, do you know who he
15 is?

16 A. Yes.

17 Q. Who is he?

18 A. Part of Ringer Jeans.

19 Q. Is he an owner?

20 A. Shareholder.

21 Q. Was he an owner in 2019?

22 A. Yes, he was.

23 Q. Did he buy any goods from you
24 personally?

25 A. No.

1 ALEX ZHAO

2 Q. Did he guarantee any of those
3 payments to Fashion Leaf?

4 A. No.

5 Q. So what are the facts that you
6 know of to support the claims that you've
7 asserted against Gabriel Zeitouni and
8 Charles Azrak in their personal
9 capacities, what facts are you relying
10 upon?

11 (Record read.)

12 MR. CASSELL: Objection.

13 A. The company belongs to them.

14 Q. Are there any other facts that
15 you are aware of why they are responsible
16 for these goods?

17 MR. CASSELL: Objection.

18 A. They put in the purchase order.

19 Q. They put it in on behalf of a
20 company, right?

21 A. Right.

22 Q. So what other facts -- and they
23 didn't even submit the orders, other
24 people in the company submitted the
25 orders; isn't that correct?

1 ALEX ZHAO

2 A. I have to check.

3 Q. But the purchase orders you got
4 were from companies, they weren't from
5 these individuals; is that correct?

6 A. The company, yes.

7 Q. Whose idea was it to sue these
8 individuals personally, was it yours or
9 some attorney?

10 MR. CASSELL: Objection.

11 A. I don't remember.

12 Q. Did you give your attorney any
13 you information like they had personal
14 liability?

15 MR. CASSELL: Objection.

16 Q. You can answer. He objected, but
17 you can answer.

18 A. I don't remember what I said
19 exactly.

20 Q. But you don't have any facts that
21 they have personal liability, correct?

22 MR. CASSELL: Objection.

23 A. The company is his.

24 Q. By the way, Mr. Zhao, you are
25 also a partner in Ringer Jeans, are you

1 ALEX ZHAO

2 not?

3 A. I applied to stop.

4 Q. But are a partner, right?

5 A. Ringer Jeans has several
6 companies, but I am.

7 Q. You are a partner. So if you are
8 going to sue anybody who is a partner in
9 Ringer Jeans just because they are a
10 partner, why didn't you sue yourself?

11 MR. CASSELL: Objection.
12 Misstates facts not in evidence, but
13 go ahead.

14 Q. He can answer.

15 MR. CASSELL: I'm not sure he
16 can. Assumes facts not in evidence.

17 A. I don't want to answer.

18 Q. Why don't you want to answer?

19 A. I just don't want to answer that.

20 Q. Well, you have to answer that.

21 MR. CASSELL: Note my objection.
22 It also may call for attorney-client
23 privileged communication.

24 Q. The question is if you sued all
25 these partners of Ringer Jeans, why didn't

1 ALEX ZHAO

2 you sue yourself? You're a partner as
3 well.

4 MR. CASSELL: The attorney
5 decides who to sue at the end of the
6 day, but he can answer if he can.

7 A. I applied to drop the shareholder
8 position and ask for the money back
9 because they didn't fulfil their promises
10 before.

11 Q. I just want to understand, the
12 sole basis of suing Gabriel Zeitouni and
13 Charles Azrak is because they are equity
14 holders in Ringer Jeans; is that the sole
15 basis, Mr. Zhao?

16 MR. CASSELL: Objection. Assumes
17 facts not in evidence. Misstates
18 what's in the complaint. But you can
19 answer.

20 A. I said because the company
21 belonged to the two of them, yes.

22 Q. That's the reason you sued them
23 personally?

24 MR. CASSELL: Same objection.

25 THE INTERPRETER: He doesn't

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ALEX ZHAO

understand the question.

Q. Well I don't understand why you
sued them personally so I'm trying to
understand the facts that support that,
Mr. Zhao. So tell me in your own words
what facts you know of that support the
claims against the individuals personally?

MR. CASSELL: Objection.

A. Because the company belonged to
them.

Q. That's it? Okay.

MR. NASH: Mike, we'll pick up on
Monday.

THE WITNESS: Okay.

(Time noted: 12:45 P.M.)

ALEX ZHAO

Subscribed and sworn to
before me this ____ day
of _____, 20 .

Notary Public

CERTIFICATE

STATE OF NEW YORK)
: SS.:
COUNTY OF ORANGE)

I, SANDRA NOEL BARTELS, a Notary
Public for and within the State of New
York, do hereby certify:

That the witness whose
examination is hereinbefore set forth was
duly sworn and that such examination is a
true record of the testimony given by that
witness.

I further certify that I am not
related to any of the parties to this
action by blood or by marriage and that I
am in no way interested in the outcome of
this matter.

IN WITNESS WHEREOF, I have
hereunto set my hand this 19th day of
October 2022.

Sandra N. Bartels

SANDRA NOEL BARTELS

*** ERRATA SHEET ***

NAME OF CASE: FASHION LEAF V. RINGER JEANS

DATE OF DEPOSITION: OCTOBER 7, 2022

WITNESS: ALEX ZHAO

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ALEX ZHAO

Witness and sworn to before me

this ____ day of _____, 2022.

(Notary Public)

My Commission Expires:

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A. ZHAO	MR. NASH	3

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Federal Rules of Civil Procedure

Rule 30

(e) Review By the Witness; Changes.

(1) Review; Statement of Changes. On request by the deponent or a party before the deposition is completed, the deponent must be allowed 30 days after being notified by the officer that the transcript or recording is available in which:

(A) to review the transcript or recording; and

(B) if there are changes in form or substance, to sign a statement listing the changes and the reasons for making them.

(2) Changes Indicated in the Officer's Certificate. The officer must note in the certificate prescribed by Rule 30(f)(1) whether a review was requested and, if so, must attach any changes the deponent makes during the 30-day period.

DISCLAIMER: THE FOREGOING FEDERAL PROCEDURE RULES ARE PROVIDED FOR INFORMATIONAL PURPOSES ONLY.

THE ABOVE RULES ARE CURRENT AS OF APRIL 1, 2019. PLEASE REFER TO THE APPLICABLE FEDERAL RULES OF CIVIL PROCEDURE FOR UP-TO-DATE INFORMATION.

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COMPANY CERTIFICATE AND DISCLOSURE STATEMENT

Veritext Legal Solutions represents that the foregoing transcript is a true, correct and complete transcript of the colloquies, questions and answers as submitted by the court reporter. Veritext Legal Solutions further represents that the attached exhibits, if any, are true, correct and complete documents as submitted by the court reporter and/or attorneys in relation to this deposition and that the documents were processed in accordance with our litigation support and production standards.

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